

QUALCOMM INC/DE

Form 4

May 19, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
JACOBS IRWIN M

(Last) (First) (Middle)

5775 MOREHOUSE DR.

(Street)

SAN DIEGO, CA 92121-1714

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
QUALCOMM INC/DE [QCOM]

3. Date of Earliest Transaction
(Month/Day/Year)
05/16/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chairman of the Board

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	05/16/2008		S ⁽¹⁾		6,644	D	\$ 46	6,062,474	I by Trust ⁽²⁾
Common Stock	05/16/2008		S ⁽¹⁾		1,283	D	\$ 46.01	6,061,191	I by Trust ⁽²⁾
Common Stock	05/16/2008		S ⁽¹⁾		872	D	\$ 46.02	6,060,319	I by Trust ⁽²⁾
Common Stock	05/16/2008		S ⁽¹⁾		2,254	D	\$ 46.03	6,058,065	I by Trust ⁽²⁾
Common Stock	05/16/2008		S ⁽¹⁾		1,057	D	\$ 46.04	6,057,008	I by Trust ⁽²⁾

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Common Stock	05/16/2008	<u>S(1)</u>	1,003	D	\$ 46.05	6,056,005	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	11	D	\$ 46.06	6,055,994	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	266	D	\$ 46.07	6,055,728	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	610	D	\$ 46.08	6,055,118	I	by Trust (2)
Common Stock	05/16/2008	M	170,840	A	\$ 3.51	6,225,958	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	170,840	D	\$ 46	6,055,118	I	by Trust (2)
Common Stock	05/16/2008	M	32,993	A	\$ 3.51	6,088,111	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	32,993	D	\$ 46.01	6,055,118	I	by Trust (2)
Common Stock	05/16/2008	M	22,428	A	\$ 3.51	6,077,546	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	22,428	D	\$ 46.02	6,055,118	I	by Trust (2)
Common Stock	05/16/2008	M	57,946	A	\$ 3.51	6,113,064	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	57,946	D	\$ 46.03	6,055,118	I	by Trust (2)
Common Stock	05/16/2008	M	27,183	A	\$ 3.51	6,082,301	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	27,183	D	\$ 46.04	6,055,118	I	by Trust (2)
Common Stock	05/16/2008	M	25,797	A	\$ 3.51	6,080,915	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	25,797	D	\$ 46.05	6,055,118	I	by Trust (2)
Common Stock	05/16/2008	M	289	A	\$ 3.51	6,055,407	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	289	D	\$ 46.06	6,055,118	I	by Trust (2)
Common Stock	05/16/2008	M	6,834	A	\$ 3.51	6,061,952	I	by Trust (2)
Common Stock	05/16/2008	<u>S(1)</u>	6,834	D	\$ 46.07	6,055,118	I	by Trust (2)
	05/16/2008	M	15,690	A	\$ 3.51	6,070,808	I	

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Common Stock									by Trust (2)
Common Stock	05/16/2008		S ⁽¹⁾	15,690	D	\$ 46.08	6,055,118	I	by Trust (2)
Common Stock	05/16/2008		G V	22,000	D	\$ 0	6,033,118	I	by Trust (2)
Common Stock							9,908,053	I	By GRAT
Common Stock							9,908,053	I	by GRAT S ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Am Nur Sha
Non-Qualified Stock Option (right to buy)	\$ 3.51	05/16/2008		M	170,840	⁽⁴⁾ 07/16/2008	Common Stock 17
Non-Qualified Stock Option (right to buy)	\$ 3.51	05/16/2008		M	32,993	⁽⁴⁾ 07/16/2008	Common Stock 32
Non-Qualified Stock Option (right to buy)	\$ 3.51	05/16/2008		M	22,428	⁽⁴⁾ 07/16/2008	Common Stock 22
Non-Qualified Stock Option (right to buy)	\$ 3.51	05/16/2008		M	57,946	⁽⁴⁾ 07/16/2008	Common Stock 57
Non-Qualified Stock Option (right to buy)	\$ 3.51	05/16/2008		M	27,183	⁽⁴⁾ 07/16/2008	Common Stock 27
Non-Qualified	\$ 3.51	05/16/2008		M	25,797	⁽⁴⁾ 07/16/2008	Common 25

Stock Option (right to buy)								Stock	
Non-Qualified Stock Option (right to buy)	\$ 3.51	05/16/2008	M	289	<u>(4)</u>	07/16/2008	Common Stock		2
Non-Qualified Stock Option (right to buy)	\$ 3.51	05/16/2008	M	6,834	<u>(4)</u>	07/16/2008	Common Stock		6
Non-Qualified Stock Option (right to buy)	\$ 3.51	05/16/2008	M	15,690	<u>(4)</u>	07/16/2008	Common Stock		13
Non-Qualified Stock Option (right to buy)	\$ 3.51				<u>(4)</u>	07/16/2008	Common Stock		86
Non-Qualified Stock Option (right to buy)	\$ 3.51				<u>(4)</u>	07/16/2008	Common Stock		63

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JACOBS IRWIN M 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	X		Chairman of the Board	

Signatures

By: Noreen E. Burns, Attorney-in-Fact For: Irwin M. Jacobs 05/19/2008

 Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The transaction was conducted under a 10b5-1 Plan, as defined under the Securities Exchange Act of 1934, as amended.
- (2) Securities held by Irwin M. Jacobs & Joan Klein Jacobs as Trustees of the Irwin Mark Jacobs & Joan Klein Jacobs Family Trust UTA dtd 6/2/80, as amended 6/30/92.
- (3) Securities held by Joan Klein Jacobs, Trustee of the Joan Klein Jacobs' Grantor Retained Annuity Trust.
- (4) Employee stock options granted under the Company's 1991 Stock Option Plan. The options vest in five equal annual installments beginning on July 17, 1999.
- (5) Stock options held by Nicholas S. Oliva, Trustee of the Joan Klein Jacobs' Grantor Retained Annuity Trust.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.